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天津津燃公用事業股份有限公司

TIANJIN JINRAN PUBLIC UTILITIES COMPANY LIMITED

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 01265)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Tianjin Jinran Public Utilities Company Limited (the “**Company**”) will be held at 2:00 p.m. on 23 October 2026 (Friday) at 5th Floor, Court A, No. 28 Nankai Fourth Road, Nankai District, Tianjin, People's Republic of China for the purposes of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. “**THAT** an unconditional general mandate be granted to the board of directors of the Company (the “**Board**”) to allot, issue and/or deal with additional H Shares, in the share capital of the Company, which can be exercised once or more during the Relevant Period, subject to the following conditions:
 - (a) the effect of such mandate must not extend beyond the Relevant Period except that the Board may during the Relevant Period enter into or grant offer proposals, agreements or share options which may require the exercise of such mandate after the end of the Relevant Period;
 - (b) the number of H Shares, including but not limited to ordinary shares, preference shares, securities convertible into shares, options, warrants or similar rights for the subscription of any shares or of such convertible securities, approved to be allotted and issued or agreed conditionally or unconditionally to be allotted and issued by the Board under such mandate must not respectively exceed 1% of the number of H Shares of the Company in issue (excluding treasury shares) as at the date of this resolution; and
 - (c) the Board will only exercise such rights in accordance with the Company Law of the People's Republic of China (the “**PRC**”) and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time), and only if approvals from the China Securities Regulatory Commission and/or other relevant PRC government authorities are obtained (if required).

A mandate be granted to the Board, subject to issuance of shares mentioned above in this resolution, to:

- (a) approve, conclude, make, procure to conclude, and act on all such documents, deeds and matters it considers relevant to the issuance of such new shares, including but not limited to:
 - (i) determining the class and number of shares to be issued;
 - (ii) determining the pricing method, target subscribers and issue interest rate of the new shares and issue/conversion/exercise price (including the price range);

- (iii) determining the commencement and closing dates for offering new shares;
 - (iv) determining the use of the proceeds from offering new shares;
 - (v) determining the class and number of new shares (if any) to be issued to existing shareholders;
 - (vi) entering into or granting such offer proposals, agreements or share options that may be required as a result of the exercise of such rights; and
 - (vii) excluding shareholders residing in places outside the PRC or the Hong Kong Special Administrative Region of the PRC (“**Hong Kong**”) due to prohibitions or requirements enacted by overseas laws or regulations on offering or placing shares to shareholders of the Company and as considered necessary or appropriate by the Board after making inquiries on such ground;
- (b) engage intermediaries in relation to the issuance, approve and sign all acts, agreements, documents and other relevant matters necessary, appropriate and desirable for or related to the issuance; consider and approve and sign on behalf of the Company agreements related to the issuance, including but not limited to underwriting agreements, placement agreements and intermediaries’ engagement agreements;
 - (c) consider and approve and sign on behalf of the Company issuance documents related to the issuance for delivery to the relevant regulatory authorities, perform relevant approval procedures in accordance with the requirements of the regulatory authorities and places where the shares of the Company are listed, and carry out necessary procedures including filing, registration and recording with the relevant government departments in Hong Kong and/or any other regions and jurisdictions (if applicable);
 - (d) make amendments to the relevant agreements and statutory documents in accordance with the requirements of domestic and foreign regulatory authorities;
 - (e) register the increase in capital with the relevant PRC authorities based on the actual increase in registered capital of the Company due to issuance of shares in accordance with subparagraph (a) of this resolution, and make amendments to the articles of association of the Company as it considers appropriate to reflect the additional registered capital;
 - (f) carry out all necessary filing and registration in the PRC and Hong Kong and/or do the same with other relevant authorities; and
 - (g) for the purpose of this resolution:

“**Relevant Period**” means the period from the time of the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company following the passing of this resolution;
- (ii) the expiration of a period of twelve months following the passing of this resolution; or

- (iii) the date on which the authority conferred by this resolution is revoked or varied by an ordinary resolution of shareholders of the Company at a general meeting.”

2. “**THAT** the Board be and is hereby authorised to repurchase H Shares of the Company:

- (a) subject to paragraphs (b) and (c) below, the exercise by the Board during the Relevant Period of all the powers of the Company to repurchase H Shares with a nominal value of RMB0.10 each of the Company in issue and listed on the Stock Exchange, subject to and in accordance with all applicable laws, regulations and rules and/or requirements of the governmental or regulatory body of securities in the PRC, the Stock Exchange, or any other governmental or regulatory body be and is hereby approved;
- (b) the number of H Shares authorised to be repurchased by the Company pursuant to the approval in paragraph (a) above during the Relevant Period shall not exceed 1% of the number of H Shares in issue (excluding treasury shares) as at the date of passing this resolution;
- (c) the approval in paragraph (a) above shall be conditional upon the approvals of all relevant competent regulatory authorities (if applicable) having been obtained as required by the laws, regulations and rules of the PRC;
- (d) subject to the approval of all relevant government authorities in the PRC for the repurchase of such shares of the Company being granted and subject to the above-mentioned conditions, the Board be and is hereby authorised to:
 - (i) determine the time, duration, price and number of shares of the repurchase;
 - (ii) notify creditors and issue announcements;
 - (iii) open overseas share accounts and carry out related change of foreign exchange registration procedures;
 - (iv) carry out relevant approval and filing procedures as required by regulatory authorities and the stock exchanges where the shares of the Company are listed;
 - (v) execute, do, sign and take all such documents, acts, things and steps as they consider desirable, necessary or expedient in connection with and to give effect to the repurchase of shares contemplated under paragraph (a) above in accordance with the applicable laws, regulations and rules;
 - (vi) carry out cancellation procedures for repurchased shares, reduce the registered capital, and make amendments which it deems appropriate to the articles of association of the Company to reflect the new capital structure of the Company, and carry out statutory registration and filing procedures; and
 - (vii) execute and handle other documents and matters related to the share repurchase;

(e) for the purpose of this resolution:

“**Relevant Period**” means the period from the time of the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company following the passing of this resolution;
- (ii) the expiration of a period of twelve months following the passing of this resolution; or
- (iii) the date on which the authority conferred by this resolution is revoked or varied by an ordinary resolution of shareholders of the Company at a general meeting.”

By Order of the Board
Tianjin Jinran Public Utilities Company Limited
Wang Yang
Chairman of the Board

Tianjin, People’s Republic of China, 5 October 2026

Notes:

1. For the purpose of ascertain the Shareholders who are entitled to attend, speak and vote at the EGM, the register of members of the Company will be closed as set out below:

Closure of register of members 20 October 2026 (Tuesday) to 23 October 2026 (Friday), both days inclusive

Record date 23 October 2026 (Friday)

During the above closure period, no change to the register of members will be allowed and no transfer of shares will be registered. To be entitled to attend and speak the EGM and to vote threat, all transfer of H Shares accompanied by the relevant share certificates and appropriate transfer forms must be lodged with the transfer office of the Company’s H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong by 4:30 p.m. on 16 October 2026 (Friday).

2. Voting at the EGM shall be taken by poll.
3. Shareholders of the Company entitled to attend and vote at the EGM are entitled to appoint a proxy to attend and vote on their behalf in accordance with the articles of association of the Company. A proxy need not be a shareholder of the Company. A shareholder holding two or more shares may appoint more than one proxy. Proxy form for use at the EGM is available at the HKEXnews website (www.hkexnews.hk) and the Company’s website (www.jrgy.tjny.com.cn). To be valid, the proxy form for the use of shareholders and, if such proxy form is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority must be delivered to the office of the Company at 5th Floor, Court A, No. 28 Nankai Fourth Road, Nankai District, Tianjin, the People’s Republic of China (for holders of domestic shares), or to the office of the Company’s H share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (for holders of H Shares) not later than 24 hours before the time appointed for holding of the EGM (or where applicable, any adjournment thereof). Submission of the proxy form will not affect the right of the shareholders of the Company to attend, speak and vote at the EGM in person, if the shareholders of the Company so desire and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

4. Shareholders of the Company and proxies attending the EGM shall be responsible for their own transportation and accommodation expenses.
5. Shareholder of the Company who chooses not to attend the EGM in person but has any question about any resolution or about the Company, or has any matter for communication with the board of directors of the Company is welcomed to communicate with the Company in writing by the following means:

Mail: 5th Floor, Court A, No. 28 Nankai Fourth Road, Nankai District, Tianjin, China

Fax: (86) 022-87569971

6. The Company may implement changes and precautionary measures as appropriate.
7. The EGM will be a physical meeting. All times and dates specified herein refer to local times and dates of Hong Kong.
8. More information about the resolution is set out in the circular of the Company published on the same date.

As at the date of this announcement, the directors of the Company are:

<i>Executive directors:</i>	<i>Wang Yang (Chairman of the Board), Tang Jie, Sun Liangchuan</i>
<i>Non-executive directors:</i>	<i>Zhang Jinghan, Hao Yunhe</i>
<i>Independent non-executive directors:</i>	<i>Yu Jian Jun, Ji Xuefeng, Bai Mo</i>
<i>Employee director:</i>	<i>Yan Ying</i>